

ARCH COAL INC
Form SC 13D/A
March 18, 2019

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D

Under the Securities Exchange Act of 1934*

(Amendment No. 6)

Arch Coal, Inc.

(Name of Issuer)

Common Stock, par value \$0.01

(Title of Class of Securities)

039380407

(CUSIP Number of Class of Securities)

Michael Kelly, Esq.

Monarch Alternative Capital LP

535 Madison Avenue

New York, NY 10022

Telephone: (212) 554-1700

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

Copies to:

Mark A. Cagnetti, Esq.

Michael E. Brandt, Esq.

Willkie Farr & Gallagher LLP

787 Seventh Avenue

New York, NY 10019-6099

(212) 728-8000

March 14, 2019

(Date of Event which Requires

Filing of this Schedule)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

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| | |
|---|--|
| 1 | NAME OF REPORTING PERSON |
| | Monarch Alternative Capital LP |
| 2 | CHECK THE APPROPRIATE BOX IF (a) A MEMBER OF A GROUP (b) |
| 3 | SEC USE ONLY |
| 4 | SOURCE OF FUNDS N/A |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION Delaware |
| | 7 SOLE VOTING POWER 0 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 SHARED VOTING POWER 1,305,352 |
| | 9 SOLE DISPOSITIVE POWER 0 |
| | 10 SHARED DISPOSITIVE POWER 1,305,352 |

| | |
|----|---|
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 1,305,352 |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.38% |
| 14 | TYPE OF REPORTING PERSON PN, IA |

SCHEDULE 13D

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| | | |
|---|--|--------------------------|
| 1 | NAME OF REPORTING PERSON | |
| | MDRA GP LP | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | (a) (b) |
| 3 | SEC USE ONLY | |
| 4 | SOURCE OF FUNDS | |
| | N/A | |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) | |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION | |
| | Delaware | |
| | 7 | SOLE VOTING POWER |
| | 0 | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | SHARED VOTING POWER |
| | 1,305,352 | |
| | 9 | SOLE DISPOSITIVE POWER |
| | 0 | |
| | 10 | SHARED DISPOSITIVE POWER |
| | 1,305,352 | |

| | |
|----|--|
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 1,305,352 |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.38% |
| 14 | TYPE OF REPORTING PERSON PN, HC |

SCHEDULE 13D

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| | | |
|----|--|--------------------------|
| 1 | NAME OF REPORTING PERSON | |
| | Monarch GP LLC | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | (a) (b) |
| 3 | SEC USE ONLY | |
| 4 | SOURCE OF FUNDS | |
| | N/A | |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) | |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION | |
| | Delaware | |
| 7 | SOLE VOTING POWER | |
| | 0 | |
| 8 | NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | SHARED VOTING POWER |
| | | 1,305,352 |
| 9 | | SOLE DISPOSITIVE POWER |
| | | 0 |
| 10 | | SHARED DISPOSITIVE POWER |
| | | 1,305,352 |

| | |
|----|--|
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 1,305,352 |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.38% |
| 14 | TYPE OF REPORTING PERSON OO, HC |

This Amendment No. 6 to Schedule 13D (this "Amendment No. 6") is being filed with respect to the common shares, par value \$0.01 per share ("Common Stock"), of Arch Coal, Inc. (the "Issuer"), to amend the Schedule 13D filed on October 17, 2016 (together with Amendment No.1 to Schedule 13D filed on November 22, 2016, Amendment No. 2 to Schedule 13D filed on September 15, 2017, Amendment No. 3 to Schedule 13D filed on December 12, 2017, Amendment No. 4 to Schedule 13D filed on December 3, 2018 (which was inadvertently filed as Schedule 13D) and Amendment No. 5 to Schedule 13D filed on December 18, 2018, the "Schedule 13D"). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Schedule 13D.

Item. 4. Purpose of Transaction.

Item 4 is hereby amended to include the following:

The information contained in Item 5(c) of this Amendment No. 6 is incorporated herein by reference.

Item 5. Interests in Securities of the Issuer.

Item 5(a) - (c) of the Schedule 13D is hereby amended and restated as follows:

- Each of MAC, MDRA GP and Monarch GP indirectly beneficially own 1,305,352 shares of Common Stock as of the close of business on March 15, 2019. Such shares represent 7.38% of the 17,688,875 shares of Common Stock
- (a) outstanding as of February 1, 2019, according to the Annual Report on Form 10-K filed by the Issuer with the SEC on February 14, 2019. None of the individual Monarch Funds own a number of shares of Common Stock representing more than 5% of the outstanding shares of Common Stock.
 - (b) MAC, MDRA GP and Monarch GP share voting and dispositive power over 1,305,352 shares of Common Stock held directly by the Monarch Funds with each applicable Monarch Fund directly holding such shares. Schedule I hereto sets forth all transactions with respect to the Common Stock effected by the Monarch Funds
 - (c) during the past sixty (60) days. All such transactions were effected in the open market, and per share prices include any commissions paid in connection with such transactions.
- [Signatures on following page]
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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: March 18, 2019 MONARCH ALTERNATIVE CAPITAL LP

By: MDRA GP LP, its General Partner

By: Monarch GP LLC, its General Partner

By:/s/ Michael Weinstock
Name: Michael Weinstock
Title: Chief Executive Officer

Dated: March 18, 2019 MDRA GP LP

By: Monarch GP LLC, its General Partner

By:/s/ Michael Weinstock
Name: Michael Weinstock
Title: Chief Executive Officer

Dated: March 18, 2019 MONARCH GP LLC

By:/s/ Michael Weinstock
Name: Michael Weinstock
Title: Chief Executive Officer

Schedule I

| Date | Number of Shares of Common Stock Purchased (Sold) | Price per Share (\$) |
|-----------|---|----------------------|
| 3/1/2019 | (8,980) | \$93.50 |
| 3/1/2019 | (20,000) | \$93.63 |
| 3/4/2019 | (100) | \$93.57 |
| 3/13/2019 | (20,000) | \$92.65 |
| 3/13/2019 | (106,000) | \$92.57 |
| 3/14/2019 | (66,300) | \$92.61 |
| 3/15/2019 | (32,000) | \$92.62 |